

CONSTITUTION
AND
CHARTER

of the
GENERAL CONFERENCE
MENNONITE CHURCH

1968



Foreword

The constitution, adopted at the Fortieth Conference in July, 1968, is being printed and distributed with the prayer and hope that it may be a useful instrument in leading the people of Christ through the years ahead.

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This constitution, adopted at the Estes Park conference in July 1968, is being printed and sent forth with the prayer and hope that it may be a useful instrument in implementing the work of Christ through the churches of the General Conference.

Realizing it is imperfect, we yet believe it can be used to unite us in one body for the purpose of fulfilling our mission in the world. We would build upon the firm foundation of Jesus Christ and believe that the pattern of organization set forth herein can help us to build upon that foundation.

May those who use it do so in such a way that His kingdom may come on earth and that His will be done in the hearts of men.

Elbert Koontz
Conference Secretary

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CONSTITUTION AND BYLAWS
OF THE
GENERAL CONFERENCE MENNONITE CHURCH

ARTICLE I. GENERAL

Section I. Name

The name of this corporation shall be: General Conference Mennonite Church.

Section II. Purpose

The General Conference Mennonite Church is a fellowship of congregations committed:

1. To proclaim Jesus Christ through appropriate ministries such as evangelism, missions, education, literature, service, relief, and community development to the end that persons may put their trust in God and receive Jesus Christ as Savior from the guilt and power of sin and serve Him as Lord in the fellowship of the church.

2. To establish and maintain local congregations and assist them in Christian worship, nurture, and witness.

3. To understand more adequately the essence of the Christian faith and to accept its implications for total living.

4. To discern the nature of Christian unity, demonstrating and seeking such unity among ourselves in our relationships with other Mennonite groups and in fellowship with other denominations which confess Jesus Christ as Lord and Savior.

5. To teach vital and meaningful New Testament principles such as believer's baptism, the peace witness, discipleship, the ethics of love, and the brotherhood church.

6. To acknowledge the Holy Spirit and the Scriptures as source for counsel and direction in fulfilling Christian responsibilities.

Section III. Our Common Confession

A. Basic Faith. The General Conference believes in the divine inspiration and the infallibility of the Bible as the Word of God and the only trustworthy guide of faith and life; and in Jesus Christ as the only Savior and Lord. "Other foundation can no man lay than that is laid, which is Jesus Christ" (1 Cor. 3:11).

In the matter of faith it is, therefore, required of the congregations which unite with the conference that, accepting the above confession, they hold fast to the doctrine of salvation by grace through faith in the Lord Jesus Christ (Eph. 2:8, 9; Tit. 3:5), baptism on confession of faith (Mk. 16:16; Acts 2:38), the avoidance of oaths (Mt. 5:34-37; Jas. 5:12), the biblical doctrine of non-resistance (Mt. 5:39-48; Rom. 12:9-21), nonconformity to the world (Rom. 12:1, 2; Eph. 4:22-24), and the practice of a scriptural church discipline (Mt. 18:15-17; Gal. 6:1).

At no time shall any rules be made or resolutions adopted which in any way contradict the historical principles of faith as laid down in this Constitution.

B. Separated Life.

1. The General Conference believes that membership in oath-bound secret societies, military organizations, or other groups which tend to compromise the loyalty of the Christian to the Lord and to His church is contrary to such apostolic admonitions as: "Be ye not unequally yoked together with unbelievers" (2 Cor. 6:14, 15), and that the church "should be holy and without blemish" (Eph. 5:27).

2. Further, regarding "the works of the flesh" (Gal. 5:19-21), the conference believes "That they which do such things shall not inherit the kingdom of God."

Therefore, every congregation should seriously strive to remain free from these evils.

Much rather, "If we live in the Spirit, let us also walk in the Spirit" (Gal. 5:25).

Bylaw I. Corporate Seal

The corporate seal shall have inscribed thereon General Conference Mennonite Church. It shall be used by causing the same or a facsimile thereof to be impressed, affixed, reproduced, or otherwise used. A facsimile of such seal is impressed upon this provision of the Constitution and Bylaws.

Bylaw II. Conference Symbol

The conference symbol shall be the one adopted at the 1965 triennial sessions. The cross and orb design is a contemporary variation of a symbol

with a long tradition. While the symbol is intended to be flexible in meaning, historically the cross and orb design has signified the sovereignty of Christ in the world and in life to come. The symbol suggests the inseparable relationship between faith (the cross) and life (the world). The line below the cross suggests the concept of a foundation. Our faith, as expressed by the meanings derived from the cross and orb, rests on a sure foundation. A facsimile of such symbol is impressed on this provision of the Constitution and Bylaws.

Bylaw III. Fiscal Year

The fiscal year of the corporation shall begin on the first day of January in each year.

ARTICLE II. POLITY AND MEMBERSHIP

Section I. Congregational-Conference Polity

A. The Local Congregation. The local congregation as a living organism of the church of Jesus Christ shall be recognized as the basic organizational unit of the General Conference Mennonite Church. The General Conference holds to the congregational form of church government; it is recognized that congregational polity has validation, together with other forms, in the New Testament and in the early church.

B. Association with Other Congregations. Each local congregation shall be expected to relate to other congregations in larger bodies by the unifying Spirit of Christ, primarily in church conferences. In coming together congregations recognize their interdependence and their need for mutual exhortation and admonition, and their strength to fulfill the church's mission in the world. Inter-church organizations, whether local, regional, national, or international, are formed so that the local congregation may join with others in fellowship and in mission.

C. Regional Conferences. While not an association of conferences, the General Conference shall recognize through action at the triennial conference those regional conferences that shall be considered a part of the General Conference. The rights and responsibilities of such recognized conferences shall be defined by the General Board.

D. The General Conference. The General Conference seeks to be and is an expression of the church of Christ and it shall administer the program assigned to it by the congregations through their representatives. The congregations have every responsibility to support the conference; and, therefore, the conference has a right to lay claim to the support of the local congregations. However, in fulfilling its mission, the conference seeks to serve and strengthen the local congregations and regional conferences, not to control them.

Bylaw I. Recognized Regional Conferences

The General Conference officially recognizes the following regional conferences: The Conference of Mennonites in Canada, the Central District Conference, the Eastern District Conference, the Northern District Conference, the Pacific District Conference, and the Western District Conference.

The General Conference and the recognized conferences shall be related to one another in the following ways:

A. The General Conference remains sensitive to the needs and concerns of the regional conferences and provides channels for working with them.

B. Regional conferences strive to work in harmony and cooperation with the total conference enterprise.

C. Such conferences assume their share of responsibility for the promotion and support of the General Conference resolutions and programs of service.

D. Such conferences in their organizational structure provide committees or boards comparable to the General Conference organizations or in other ways seek to relate meaningfully to the conference program.

E. Since the regional conferences through their boards and committees carry out and support the General Conference, these conferences are given direct voice in the planning and decision-making through representation in the program commission of the conference.

Bylaw II. Overseas Conferences

Mennonite congregations abroad are expected to establish primary relationships among themselves as regional, national, or continental conferences and with other Christian groups. The General Conference wherever possible shall seek primarily through its Overseas Mission (Missions and Service) Commission to maintain and strengthen fraternal relationships with overseas Mennonite groups and to engage in joint fellowship and mission. Any more direct relationships with overseas groups, such as representation in conference agencies, shall be worked out jointly by General Conference and indigenous overseas conference representatives.

Bylaw III. Other Church Bodies

Recognizing that the church of Jesus Christ is one, the General Conference seeks to relate to and cooperate with other church bodies, both Mennonite and non-Mennonite, where this is advisable and mutually beneficial. In such relationships the conference seeks both to learn from and to contribute to the larger church.

Section II. Membership

A. Eligibility. Any congregation which agrees with the basic tenets of the Mennonite church, the confession of faith as defined by the General Conference, and the provisions of this Constitution and Bylaws shall be eligible for membership in the General Conference Mennonite Church.

B. Multiple Memberships. Congregations that are members of other Mennonite conferences (other than the General Conference) shall be eligible for membership under the provisions of the Constitution. Such congregations may either withdraw their membership from the other conference or hold multiple memberships.

C. Rights and Privileges. The local congregation shall retain or be given certain rights and privileges as a member of the General Conference:

1. The congregation shall retain the right of final decision to manage its own affairs in its organization, personnel, program, and management of property.

2. The local congregation shall retain the privilege of withdrawing from the General Conference or remaining a member irrespective of its membership in a regional conference or other Mennonite conference.

3. Through its representatives (delegates) to the General Conference the congregation shall have the privilege to participate in the planning and decision-making of the larger body.

4. Each congregation belonging to the conference shall have a right to the benefits of the conference property in case of dissolution. These rights cease when a congregation withdraws or for other reasons no longer belongs to the conference.

D. Duties. As a member of the General Conference, the congregation shall have the responsibility to be loyal to and support the work of the conference. Specifically:

1. Each congregation shall be represented at every session and shall actively seek to further the interests of the conference during and between sessions.

2. Each congregation in its organizational arrangement shall provide for committees or in other ways represent and promote among its membership the various conference service areas, such as missions, education, service, and finance.

3. Each congregation shall insofar as it is possible call ministers that are certified or registered by the General Conference under the provisions and procedures defined by the conference through its Committee on the Ministry and appended to the Bylaws.

4. Each congregation shall make provisions to contribute financially to the work of the conference. The congregation retains the right to determine the method of its support and the designation of its contributions.

Bylaw I. Congregational Membership

A. Admission Procedures. Application for membership shall be made in writing to the conference Secretary a reasonable length of time before any regular session of the conference, and the Secretary in turn shall submit the application to the General Board for evaluation and recommenda-

tion to the conference session. A two-thirds majority of votes cast by conference delegates shall be required for admission. Congregations upon admission immediately enjoy the rights and privileges of membership and assume the responsibilities as outlined in this Constitution and Bylaws.

B. Withdrawal. A congregation may withdraw its membership in writing to the conference Secretary. Congregations which neglect to have representation at three consecutive regular sessions of the conference, giving no valid reason for such neglect and leaving official inquiries unanswered, shall be regarded as having withdrawn from the conference provided the conference efforts to apply Matthew 18:15-17 have been ignored. This fact shall be entered in the minutes. Such congregations may, however, upon application be received again into the conference in the regular manner.

ARTICLE III. GENERAL CONFERENCE SESSIONS

Section I. Meetings

A. Regular Meetings. Regular sessions of the General Conference shall be held every three years. The time and place of meeting shall be determined by the General Board, with consideration given to any invitation of a regional conference, a congregation, or a group of congregations.

B. Special Meetings. A special session of the General Conference may be called by the General Board when it deems this necessary or shall be called whenever requested by the official representatives of at least twenty conference congregations or by two conference commissions.

C. Reports. All elected officers, boards, commissions, and major conference agencies shall give a full report of their work and activities at each regular conference session. These reports shall be in writing and shall include the financial data.

Bylaw I. Purpose of Regular Sessions

The purposes of the regular sessions of the General Conference shall include the following:

A. Worship and Fellowship. To provide the opportunity for congregations through their representatives to assemble for fellowship and worship, and thus by better understanding one another and by deepening their Christian commitment, the churches can more effectively fulfill their own and their joint mission in the world.

B. Information. To provide information through reports, demonstration, dramatization, or otherwise about the conference program for those attending the conference so that delegates may be knowledgeable and responsible participants in conference actions and in congregational programs.

C. Business. To conduct the business of the conference, as electing conference officers and members of agencies, deciding major issues, and making joint pronouncements.

D. Planning. To consider the several aspects of the conference program and through discussion and deliberation determine the essential direction of the conference effort and set the broad policies of program development.

Section II. Delegates and Votes

A. Delegate Votes. Each member congregation shall be entitled to send delegates to conference sessions and shall be given one vote for every thirty of its members or fraction thereof.

B. Proxies. A congregation which for any reason cannot send delegates from its own members may designate a person or persons from another conference congregation to represent them by proxy.

C. Limitation of Votes and Proxies. No one person may cast more than ten proxy votes nor more than a combined total of twenty-five delegate and proxy votes.

D. Certification. The conference Secretary shall receive and record the credentials of delegates. These credentials must be presented in writing and shall be in the hands of the Secretary ten days before the conference convenes. Questions in regard to certification of delegates and assignment of proxy votes shall be referred to a credentials committee.

E. Quorum. The quorum for conducting official business of the conference shall be 50 percent of the total possible number of votes. A majority of votes cast shall determine any matters submitted except when a larger percentage is required by this Constitution and Bylaws.

F. Floor Privileges. The member of any conference congregation shall be entitled to participate in conference deliberations but not to vote unless a delegate or authorized proxy. Floor privileges may also be extended to others upon recommendation of the appropriate committee and a majority vote of the conference.

Section III. Elections

A. Nominations and Elections. Elections shall be held at each regular conference session to provide conference officers and members of conference boards, commissions, and other agencies. Two nominees for each office to be filled shall be presented by the Nominating Committee, with further nominations permitted from the conference floor. Elections shall be by ballot and shall be determined by majority of all votes cast.

B. Qualifications. A member of any conference congregation is eligible for election as a conference officer or member of a conference commission, board, or agency. No person shall serve in more than one such elected office at one time. Members of the Central Office staff are not eligible for election or appointment to conference offices, the General Board, the divisions, or the commissions. Questions regarding eligibility shall be referred to the General Board for resolution.

C. Officers. The officers of the conference shall consist of a president, a vice-president, and a secretary.

D. Boards and Agencies. The conference at each regular session shall elect members to the General Board, the several program commissions, the Mennonite Biblical Seminary Board of Trustees, the Division of Administration, and such other agencies, as the conference or the General Board may designate.

E. Terms of Office. Officers of the conference shall be elected for three-year terms. Members of commissions, boards, and divisions are elected for terms of six years. The terms of elected officers

and members shall be limited to two consecutive terms.

Bylaw I. Duties of Officers

The officers of the General Conference shall have the following general duties:

A. The President shall preside at all sessions of the conference, the General Board, and other conference-wide meetings. In behalf of conference interests, its unity, its spiritual welfare, and its program of service, the President shall visit as many regional conferences and congregations as his time allows. Where possible and advisable, he shall officially represent the conference at non-conference or interchurch meetings.

B. The Vice-president at the request of the President or in his absence or inability shall exercise all the rights and duties of the President.

C. The Secretary shall serve in the capacity of his office at all sessions of the conference, the General Board, and other conference-wide meetings. He shall record the minutes of all such meetings; have the safekeeping of all minutes, records, and papers belonging to the conference except such as are specifically assigned to others; and carry on the necessary official correspondence.

Section IV. Committees

A. **Standing Committees.** A Nominating Committee, Program Committee, and such other standing committees of the conference as the conference or the General Board may create shall be appointed by procedures adopted by the General Board and defined in the Bylaws.

B. **Other Committees and Appointments.** Other temporary committees or officers necessary to the management of conference sessions, as tellers, credentials, and floor privileges committees, parliamentarians, and assistant secretaries, shall be appointed by the President.

Bylaw I. Standing Committees

A. **Nominating Committee.** The Nominating Committee shall consist of seven members, one from each of the five United States district con-

ferences and two from the Conference of Menonites in Canada. The General Board shall appoint as members of this special committee the representative elected or appointed by each of the various regional conferences. In case a regional conference fails to appoint its representative, the General Board is authorized to appoint to this committee a person to represent this regional conference. The chairman shall be designated by the General Board. A new committee shall be appointed for each conference session.

The secretary of the General Conference shall be responsible for securing the names of these regional representatives in ample time so they can be officially appointed and their names published in the conference papers at least three months prior to the convening of conference.

It shall be the duty of the Nominating Committee to nominate two persons for each office to be filled. Nominations from the conference floor shall be permitted.

B. Program Committee. The Program Committee shall consist of six members, three elected by the conference and three appointed by the General Board from nominations presented by its Executive Committee. The members serve six-year terms so arranged that three are elected or appointed each triennium. The committee shall elect its own chairman and secretary. This committee shall work closely with the General Board, the commissions, and the auxiliary organizations. The duties of the committee shall be:

1. To arrange the order of business of each conference session.

2. To prepare and publish the program of each regular and special conference session. The program for each regular conference shall be published not less than three months in advance of such session.

3. To schedule all additional matters arising during the sessions which need to be brought before the conference.

ARTICLE IV. THE GENERAL BOARD

Section I. Responsibility

A. Legal. The General Board shall have full legal responsibility and authority as chartered by

the State of Kansas. However, the board by resolution may delegate the whole or part of this legal responsibility to a board of trustees.

B. Duties. The principal duties of the General Board shall include but not be limited to the following:

1. Represent the conference between regular sessions and coordinate the several programs and ministries of the conference.

2. Review the major programs and plans presented by the commissions and the seminary and determine priorities.

3. Adopt the annual conference budget subject to review by the Council of Boards and Commissions.

4. Appoint the major conference staff members, designate members to the standing committees, and fill vacancies that occur in boards, commissions, or other agencies.

5. Provide leadership and indicate the general direction of conference activities and programs.

C. Relation to the General Conference. The General Board shall be responsible to the conference and its member congregations in carrying out its responsibilities as outlined above. The board shall be aware of and sensitive to the needs, desires, and resources of the conference in fulfilling its role.

Bylaw I. Definition of Function

A. Program and Policy. The board shall have primary responsibility to provide an overall, long-range view of the conference program and to determine the major policies along which such program shall develop. It shall receive and study the plans and programs of the several program commissions and the seminary, and approve annual and long-range programs. It shall have the responsibility to determine priorities in program.

B. Budget. The board is responsible to adopt, control, and promote the annual budget. The several budgets of commissions, the seminary, the the divisions of the board are received and considered in consultation with each respective group before adoption.

C. Appointments. The board shall appoint the following:

1. The General Secretary.
2. The executive secretaries of the commissions, upon recommendation by each commission.
3. The Business Manager and any executive officers of the divisions, each upon recommendation by his division.
4. From among its members at large, one to the Division of Administration and one to the Division of Communication as full members; as ex officio nonvoting members, one to each of the commissions and one to the seminary Board of Trustees.
5. The conference Board of Trustees from among the members of the Division of Administration and upon recommendation of that division.
6. Four members, in addition to the member at large, to the Division of Communication.
7. Seven members to the Nominating Committee as elected or appointed by each of the regional conferences and three members to the Program Committee.

D. Coordination. The board is responsible to coordinate and work out relationships with other church groups when this is considered desirable, including relationships with the Mennonite Central Committee and other inter-Mennonite groups.

Section II. Composition and Organization

A. Membership. The General Board shall consist of not less than fifteen nor more than twenty members, the exact number to be designated in the Bylaws, but always including the conference officers, two representatives from each program commission, and members at large elected by the conference. The General Secretary shall serve as a nonvoting ex officio member. The number at the time of the adoption of this Constitution shall be fifteen.

B. Officers. The officers of the conference shall also serve as officers of the General Board and shall have the duties as outlined above. In addition, the board shall elect a conference Treasurer upon recommendation by the Division of Administration and in consultation with the General Secretary. The Treasurer shall be elected for an initial term of three years which may be extended three more years and be indefinite thereafter. The

conference Treasurer shall be one and the same person as the Business Manager, and his duties shall be coextensive with the duties of the Business Manager as hereinafter specified in this Constitution and in the Bylaws.

C. Election and Terms of Office. The officers (except the Treasurer) shall be elected by the conference, for terms of three years, with a maximum of two consecutive terms for each office. The commission representatives shall be appointed or elected by each respective commission, with no restriction as to the term of service on the board. The members at large shall be elected by the conference for six-year terms, the elections so arranged that approximately the same number are elected each triennium; a member may serve only two consecutive terms.

D. Vacancies. Vacancies caused by resignation, death, increase in number, or otherwise may be filled by the other or remaining board members. The members so chosen shall hold office until their successors are duly elected at the next regular conference sessions or, in the case of commission representatives, the next commission meeting.

Bylaw I. Composition of the General Board

The General Board shall be composed of fifteen members: the three conference officers elected by the General Conference; two representatives elected by each of the three commissions, Education, Home Ministries, and Overseas Mission (Missions and Service); and six members at large elected by the conference.

In addition to the General Secretary, the executive secretary of each program commission and the executive officers of the divisions of the board shall serve as nonvoting ex officio members of the General Board. They shall serve as resource persons for board discussions and actions, with full floor privileges.

Section III. Meetings

A. Regular Meetings. Regular meetings of the General Board shall be held at least twice every year.

B. Special Meetings. Special meetings of the General Board may be called by the officers of

the conference or by any five members of the board.

C. Quorum. A quorum for the transaction of business at any regular or special meeting of the board shall consist of a majority of the total number of board members.

Section IV. Committees and Divisions

The General Board may appoint such committees and divisions as are necessary to fulfill its responsibilities, but at the time of the adoption of this Constitution shall include the Executive Committee, the Division of Administration, and the Division of Communication.

Bylaw I. Executive Committee

A. Composition. The Executive Committee of the General Board shall be composed of the officers of the board, the two representatives to the two divisions, and the General Secretary.

B. Duties and Authority. The duties of the Executive Committee shall include but not be limited to the following:

1. To represent the General Board between meetings.

2. To call special meetings of the board when pressing needs make such meetings advisable.

3. To deal with emergency matters requiring immediate decision.

4. To serve as a nominating committee for board appointments, as to the standing committees and the divisions.

Major decisions, as appointing the General Secretary and the commission executive secretaries, determining conference programs and budgets, and amending the Bylaws, shall be acted upon only when the entire board is in session.

Bylaw II. The Division of Administration

A. Responsibility. The Division of Administration shall be responsible for the business administration of the General Conference, including its properties, funds, and investments; central office management; and compilation and promotion of the budget. As a division of the General Board, the Division of Administration is responsible to that

board in carrying out these responsibilities, and the Business Manager, who serves as executive officer of the division, works closely with the General Secretary as a member of his staff.

B. Membership and Terms. The division shall consist of nine members. Eight shall be elected to the division by the General Conference for terms of six years, four at each regular conference session; members shall be limited to two consecutive terms. One shall be appointed at the beginning of each triennium by the General Board from among its members at large, with no restriction as to the number of three-year terms. The Business Manager of the conference is a nonvoting ex officio member of the division.

C. Officers. After each regular conference session, the division shall elect a chairman, a vice-chairman, a recording secretary, and a financial secretary. These officers together with the Business Manager shall constitute an executive committee which shall have such powers as the division may delegate.

D. Board of Trustees. The General Board shall by resolution create "The Board of Trustees of the General Conference Mennonite Church."

1. Six members of the Division of Administration shall be appointed by the General Board upon recommendation of the division to serve as the total membership of the Board of Trustees.

2. They shall organize themselves by choosing from their number a chairman, a secretary, and a treasurer who shall constitute its executive committee. They shall also elect or appoint from their number such committees as they deem advisable for the successful performance of their duties.

3. The trustees, as the legal representatives of the conference, shall have the authority and power, in the name of and for the conference, to receive bequests and donations of real and personal property, to administer the property and proceeds therefrom according to the direction of the donors and/or the resolutions of the conference or as hereinafter provided, and to dispose of or transfer such property according to their best judgment for which purpose they may execute or authorize any other person to execute any such instruments in their behalf or any and all legal documents required in the transfer or assign-

ment of property, and to attach the corporate seal to same, and to perform any other duties hereinafter provided or delegated by the General Board.

4. The trustees shall give a full report of their operations to the Division of Administration annually, and through it to the General Board and General Conference.

E. Finance Committee. The Division of Administration shall appoint a Finance Committee to assist in fulfilling its responsibilities.

1. The Finance Committee shall be appointed by the division and shall consist of three or more members of the division and as many additional members from the conference at large as the division may deem necessary for efficient administration, provided that a majority of such committee shall at all times be members of the division. The committee shall organize itself with the necessary officers.

2. The Finance Committee shall assist the General Board through the Division of Administration in reviewing the annual proposed budgets of the several conference commissions, agencies, and divisions, and if requested consult with such groups in preparing a comprehensive annual budget. The General Board, however, shall determine priorities and adopt the final budget, subject to review by the Council of Boards and Commissions.

3. The Finance Committee shall be responsible for promoting the budget in the conference through literature, stewardship education, and such other means as it may deem necessary.

4. The Finance Committee shall be responsible for an annual audit of all financial records, including those of individual commissions and other agencies, whether incorporated or not.

F. Pensions Committee. The Division of Administration shall appoint a Pensions Committee to assist in fulfilling its responsibilities.

1. The committee shall be appointed by the division and shall consist of two or more members of the division and as many additional members from the conference at large as the division may deem necessary for efficient administration provided that a majority of such committee shall at all times be members of the division. The com-

mittee shall organize itself with the necessary officers.

2. The committee shall supervise the conference pension and aid system and shall inform churches and eligible workers about its provisions.

G. Church Extension Services, Incorporated. Church Extension Services, Inc., a separately incorporated agency of the conference and authorized thereby, shall report to the conference and its General Board through the Business Manager and the Division of Administration. The Articles of Incorporation and Bylaws of the corporation shall be appended to these bylaws.

Bylaw III. The Division of Communication

A. Responsibility. The Division of Communication shall be responsible to the General Board for conference communications with the churches, the regional conferences, and the general public, both by listening and being sensitive to these audiences as well as by providing information, interpreting, and promoting the conference and its programs. The division shall be guided in its work by the General Secretary, who shall be at liberty to call upon other resource persons, including the commission executive secretaries, in carrying out its responsibilities. When feasible, a Communications Secretary shall be appointed to direct the work of this division.

B. Membership. The Division of Communication shall consist of five members appointed by the General Board. One shall be appointed at the beginning of each triennium from among the board members at large with no restrictions as to the number of three-year terms. Four members from the conference at large shall be appointed to six-year terms, two being appointed at the beginning of each triennium; these shall be limited to two consecutive terms. The Communications Secretary is a nonvoting ex officio member of the division.

C. Officers. After each regular conference session, the division shall elect a chairman, a vice-chairman and a secretary.

ARTICLE V. CONFERENCE AGENCIES

Section I. Program Commissions

Program commissions (formerly called "boards")

shall be elected by the conference to be responsible and provide programs for specifically defined areas and to serve as channels through which the congregations unitedly can minister in areas of service. The name and number of the commissions shall be determined by the General Conference upon recommendation by the General Board. At the time of the adoption of this Constitution there shall be three commissions: Education, Home Ministries, and Overseas Mission (Missions and Service).

Bylaw I. The Commissions

A. The Commission on Education. This commission shall be responsible for programs of Christian education and for the preparation and publication of curriculum, periodicals, and literature for the church, home, and wider community. The commission shall create a separate department of higher education, with appropriate staff, to provide an overall conference view of and concern for formalized parochial and post-high school education, including the Mennonite colleges, the conference seminary, services to students at public colleges and universities and at vocational-technical schools, and extension programs for adults.

B. The Commission on Home Ministries. This commission shall be responsible for various services and ministries (except education and publication) on the North American continent, both to the conference churches and the wider community, including such areas as evangelism, the rural and urban church, the ministry and ordination, peace and social concerns, voluntary and alternative services, and health and welfare.

C. The Commission on Overseas Mission (Missions and Service). This commission shall be responsible for various services and ministries abroad (including Latin American countries in North America), including missions, evangelism, education, health and welfare, technical aid, and service opportunities.

Bylaw II. Organization

A. Membership. Each program commission initially shall consist of thirteen members, one

from each of the five United States district conferences and two from the Conference of Mennonites in Canada, based upon the formula of one representative for each 15,000 members or fraction thereof; and six elected by the General Conference.

B. Election and Terms of Office. The district and Canadian conferences shall elect or appoint their representatives by whatever manner they choose, each for a term of six years. The terms of the regional conference representatives shall be so arranged that at least three are elected each triennium to each commission. When a representative moves from the area of his conference, the regional conference shall decide whether or not to replace him during the triennium in which he leaves. The General Conference members shall be elected by the conference for terms of six years, three being elected each triennium. A commission member may serve only two consecutive terms on the same commission.

C. Officers. Each commission shall organize itself to include such officers as it deems necessary, but normally a chairman, vice-chairman, and secretary. Their duties shall be those normally delineated for such offices.

D. Ex Officio Members. The executive secretary of the commission shall be an ex officio non-voting member of the commission. The privilege of discussion may be granted by the commission to other persons, as employed staff members and representatives of regional conferences.

E. Committees. Each commission shall create such committees, departments, or agencies as it believes necessary to carry out its mandate from the conference. Qualified personnel outside the commission may be asked to serve on such groups, but insofar as possible direct ties shall be maintained through representation by members of the commission.

Bylaw III. Function and Responsibility

The principal functions of each commission shall include but not be limited to the following:

A. Planning. Each commission shall make annual and long-range plans for fulfilling its responsibility in the area defined by the conference.

Such plans shall be submitted annually to the General Board for consideration and approval in the context of the total conference mission.

B. Budget. Each commission shall submit an annual budget to the General Board for consideration and approval in the context of the total conference missions.

C. Staff Members. Each commission in consultation with the General Secretary may recommend a person as its executive secretary for appointment by the General Board. Other staff members working under a commission are appointed by the commission, upon recommendation of its executive secretary and in consultation with the General Secretary.

D. Administration. Each commission shall be responsible to administer the program as planned and annually approved. The executive secretary is the chief executive responsible to the commission for administering the program.

E. Reporting. Each commission through its executive secretary shall be responsible to make annual reports of its work to the General Board, to make triennial reports to the General Conference, and from time to time, working in cooperation with the Division of Communication, to inform the churches by personal contact and by articles in the church papers of the plans and work it is carrying out.

Section II. The Seminary

A. Seminary Board of Trustees. The conference shall elect nine members, approximately the same number at each regular session, to serve for terms of six years on the Board of Trustees of the Mennonite Biblical Seminary. To root this institution more directly in the church, the Board of Trustees shall invite the seminary alumni and the colleges to appoint representatives to meet with the board in an advisory capacity without vote. This board shall carry conference responsibility for the administration of this school.

B. Relation to the Program Commissions. The seminary shall work in harmony and cooperation with the commission that is responsible for higher education and it shall report to the General Con-

ference with that commission. The seminary and its role in the total conference program of higher education shall be the interest and concern of the commission responsible for higher education. The commission, however, shall not directly administer or set policy for the seminary.

C. Relation to the General Board and General Conference. The seminary shall submit annual and long-range plans and an annual budget to the General Board for consideration and approval in the context of the total conference missions. The General Conference shall have financial responsibility to support the seminary in meeting its annual budget.

Section III. Subsidiary Agencies, Corporations, and Auxiliaries

A. Agencies and Corporations. The conference General Board shall have the authority to form separate agencies or corporations, not for profit, to assist any board or commission in its functions or operations whenever in its opinion the best interests of the conference will be served by the formation of such an agency or corporation.

B. Auxiliaries. The General Board shall be responsible to recognize conference auxiliaries and to relate such auxiliaries to existing boards or commissions.

ARTICLE VI. COUNCIL OF BOARDS AND COMMISSIONS

An annual council of boards, commissions, and other agencies shall be held at a time and place designated by the General Board.

Bylaw I. The Annual Council

A. Participants. All conference officers, the General Board and its divisions, the program commissions, and the seminary Board of Trustees shall be included as regular participants in the council. Representatives of other groups, as district conference officers or committees, are welcome to attend and may from time to time be specifically invited.

B. Officers. The officers of the conference shall also serve as officers of the council, with the President presiding at all sessions and the Secretary keeping all minutes.

Bylaw II. Purpose

A. Joint Sessions. Adequate time shall be set aside for joint sessions of the participants to facilitate understanding among the groups, to review the work of the conference as a total effort, to consider areas of common concern, and to discuss financial goals and resources. The General Board, with direction from the General Secretary and the Executive Committee, shall be responsible for the agenda. Although the Annual Council will discuss programs and budgets, it shall be advisory rather than legislative to the work of the conference.

B. Separate Meetings. The Annual Council also shall provide the occasion for separate annual meetings of the General Board, the program commissions, and other groups that can appropriately be scheduled.

ARTICLE VII. ADMINISTRATION

Section I. Staff Members

A. A Conference General Secretary. The General Secretary shall be appointed by the General Board, to which board he shall be responsible. The qualifications for appointment, the term of service, and the duties of the General Secretary shall be determined by the board and described in the Bylaws of this Constitution.

B. Executive Secretaries. An executive officer for each program commission, called the executive secretary, shall be appointed by the General Board upon recommendation by the commission and in consultation with the General Secretary. He shall serve as administrator for the program commission and as such is responsible to the commission, but as the program commission is responsible to the General Board so he also is responsible to the General Secretary and is a member of his staff. The qualifications for the position of executive secretary, the term of service, and his duties shall be determined by the General Board with the

assistance of each respective commission and described in the Bylaws of this Constitution.

C. A Conference Business Manager. A chief business officer of the conference, called the Business Manager, shall be appointed by the General Board upon recommendation by the Division of Administration and in consultation with the General Secretary. He shall serve as executive officer for the division and as such is responsible to it, but as the division is responsible to the General Board so he also is responsible to the General Secretary and is a member of his staff. The qualifications for the position of Business Manager, the term of service, and his duties shall be determined by the General Board with the aid of the Division of Administration and described in the Bylaws of this Constitution. He shall be one and the same person as the conference Treasurer.

D. Other Staff Members. Other staff members may be appointed as needs arise by a commission, board, or other agency. In each instance the employing agency is responsible to make the appointment, upon recommendation of its executive officer and in consultation with the General Secretary. Where appropriate, as in the employment of office and custodial personnel, the Business Manager shall be consulted. The responsibilities and line relationships of staff members shall be defined by each commission or agency under the direction of its executive officer.

Bylaw I. The General Secretary

A. Term. The initial term of appointment of the General Secretary shall be three years (or longer if necessary to coincide with one complete triennium) and may be indefinite thereafter, and may be terminated by either the General Secretary or the General Board with advance notice of at least six months.

B. Qualifications. The person appointed General Secretary shall have among his qualifications:

1. Administrative skills to organize and complete the various tasks of the office.

2. The ability to work well with others in and out of the central office.

3. Sufficient stature to command the support and confidence of the church.

4. Sound academic background as an intellectual leader, preferably to include theological and graduate work.

5. Initiative and creativity so that he might lead into new areas of service.

C. Duties. The job description for the position of General Secretary shall be prepared by the General Board, but in general his duties shall include:

1. At Conference Sessions, to guide the proceedings; arrange for details; serve as liaison among committees, boards, and commissions, and officers.

2. With the General Board, to serve as non-voting, ex officio member and as executive officer of the conference; work with the President in arranging the agenda and other details of meetings; serve as liaison between the board and the commissions, divisions, and other agencies.

3. With Commissions and Divisions, to serve as nonvoting, ex officio member of all groups and thus be in a position to be both informed and influential; coordinate the work of agencies, personally and through such groups as the General Board, Council of Boards and Commissions, and Staff Council.

4. At the Central Office, to serve as chief administrator of the offices, working with the division officers and commission executive secretaries.

5. With Congregations and Regional Conferences, to serve as liaison for conference programs, concerns, and challenges.

6. With the Church at Large, together with the President to represent the conference in various relationships, both Mennonite and non-Mennonite.

Bylaw II. Commission Executive Secretaries

A. Term. The initial term of appointment of each commission executive secretary shall be three years and may be indefinite thereafter, and may be terminated with advance notice of at least six months by either the executive secretary or the General Board, the latter upon recommendation of the commission and in consultation with the General Secretary.

B. Qualifications. The person appointed execu-

tive secretary of a commission shall have among his qualifications:

1. Administrative skills to organize and complete the various tasks of the office.

2. The ability to work well with others in and out of the central office.

3. Knowledge and experience in the program area of his commission.

4. Sufficient stature to command the support and confidence of others in his field.

5. Interest in and concern for the total mission of the church.

C. Duties. The job description for the position of executive secretary shall be prepared by each commission, but in general his duties shall include:

1. With the Commissions, to serve as the executive officer; prepare, with the chairman, the agenda and other details of commission meetings; administer the program of the commission; develop plans, policies, and budget for approval of the General Board; arrange for and supervise the staff in his program area.

2. With the General Secretary, to work closely with him as his associate and as a member of his administrative staff.

3. With the General Board, to serve as a non-voting ex officio member; present through the General Secretary or other means determined by the Board the annual budget, program, and possible appointments for approval.

4. At Conference Sessions, to arrange for reports, presentations, and programs for his commission.

5. With Churches and Regional Conferences, to communicate conference programs, concerns, and challenges, in consultation with the Division of Communications and the Communications Secretary.

Bylaw III. Business Manager

A. Term. The initial term of appointment of the Business Manager shall be three years and may be indefinite thereafter, and may be terminated with advance notice of at least six months by either the Business Manager or the General Board, the latter upon recommendation of the Division

of Administration and in consultation with the General Secretary.

B. Qualifications. The person appointed Business Manager shall have among his qualifications:

1. Administrative skills to organize and complete the various tasks of his office.
2. The ability to work well with others in and out of the central office.
3. Knowledge and experience in the area of business and finance.
4. Interest in and concern for the total mission of the church.

C. Duties. The job description for the position of Business Manager shall be prepared by the Division of Administration, but in general his duties shall include:

1. With the Division, to serve as executive officer; with the chairman prepare the agenda and other details of division meetings; administer the areas assigned to the division; arrange for and supervise the staff in his area; have custody of all money and securities of the conference; keep regular books of accounts and submit them to the General Board and to a Certified Public Accountant for examination and audit at least annually and at any other time upon request; give surety bond as may be requested by the General Board from time to time.
2. With the General Secretary, to work closely with him as his associate and as a member of his administrative staff, responsible for office management, bookkeeping and accounting, budget development and control, custody of funds, audits, and legal matters.
3. With the General Board, to serve as a non-voting ex officio member.
4. At Conference Sessions, to prepare financial and other reports for the division for presentation.
5. With the Churches and Regional Conferences, to provide through the available media, financial and related information about the conference.

Bylaw IV. Communications Secretary

A. Term and Appointment. The Communications Secretary shall be appointed by the General

Board, upon recommendation of the Division of Communication and in consultation with the General Secretary, and he shall serve and represent the division as executive officer. The initial term of appointment shall be three years and may be indefinite thereafter, and may be terminated with advance notice of at least six months by either the Communications Secretary or the General Board, the latter upon recommendation of the Division and in consultation with the General Secretary.

B. Qualifications. The person appointed Communications Secretary shall have among his qualifications:

1. Administrative skills to organize and complete the various tasks of his office.
2. The ability to work well with others in and out of the central office.
3. Knowledge and experience in the general area of communications, preferably journalism, mass media, and public relations.
4. Interest in and concern for the total mission of the church.

C. Duties. The job description for the position of Communications Secretary shall be prepared by the division, but in general his duties shall include:

1. To report to the churches and other publics the appropriate events, programs, developments, and concerns relating to the conference.
2. To promote the programs and mission of the conference.
3. To interpret and develop understanding for the conference mission.
4. To coordinate and provide guidance for the several conference communications efforts including the periodicals, bulletins, newsletters, and radio work.

Bylaw V. Staff Council

A staff council composed of the General Secretary, who shall serve as its chairman, the Business Manager, division secretaries, if any, and the executive secretaries of the program commissions shall be created to help coordinate and otherwise promote the conference programs for which these staff members bear responsibility. Larger councils,

including other staff members, may also be convened as the General Secretary and his staff find this advisable.

Section II. Offices

A. Central Office. The General Conference shall maintain a central office to carry out its work and manage its affairs, under the overall direction of the General Board through its Division of Administration. The General Secretary working with his staff, primarily the Business Manager, shall be administratively responsible for the central office.

B. Treasury. The General Conference shall maintain a central treasury at the central office to receive and disburse funds. The treasury shall be the responsibility of the General Board through its Division of Administration and shall be administered by the Business Manager according to policies determined by the board.

C. Other Offices. General Conference offices for specific purposes shall be created as needs arise at the central office or elsewhere by approval of the General Board. Such offices and their relationship to established commissions or boards, as well as staff lines of responsibility, shall be carefully defined under the direction of the General Board.

Bylaw I. The Annual Budget

A. Preparation. Each of the commissions, the seminary, and the General Board and its divisions shall prepare suggested budgets which shall be presented to the General Board at the time of annual Council of Boards and Commissions.

B. Adoption. The General Board, assisted by its Division of Administration and the Finance Committee, shall review all budgets, counsel with the several agencies if deemed necessary, and adopt the annual conference budget, subject to review by the Council of Boards and Commissions.

C. Control. It shall be the aim of the conference that the operating fund indebtedness of a commission or other conference agency shall not exceed 10 percent of the annual budget. The treasurer shall not release funds from the Central Treasury in excess of the 10 percent limitation unless authorized by the General Board.

Bylaw II. Financial Support

A. Contributions. A receipt shall be issued by the Treasurer for all contributions from individual donors and churches. Gifts of common stock, agricultural products, etc., shall generally be converted to cash upon receipt or as soon thereafter as feasible. The Treasurer shall be empowered to make such disposition.

B. Loans. All indebtedness of any kind whatsoever shall have the approval of the Board of Trustees who shall also negotiate the necessary legal documents in connection with such indebtedness.

C. Wills and Estates. It shall be the Treasurer's duty to keep informed with respect to the probation of wills whenever the conference or any of its agencies is to be a recipient. The Board of Trustees or any one or more of its members so designated shall be empowered to sign whatever legal documents may be required in the closing of estates. Said board shall also promote the writing of wills and give counsel whenever called upon with respect to estate planning.

D. Annuities. Gift annuities contracts shall be issued by the Board of Trustees with the rate to be paid to donors being based upon the Uniform Gift Annuity Rates as adopted by the conference on Gift Annuities.

Bylaw III. Fund Raising

A. United Approach. Every effort shall be made to promote the conference budget as a whole and on a cooperative basis. Each of the several commissions, divisions, seminary, and other agencies shall promote its program in such a way as not to adversely affect any of the others.

B. Solicitation. Solicitation by individual agencies with respect to proposed mailings and/or other major effort designed to solicit funds in support of that agency shall be coordinated by the Division of Communication and the General Secretary.

Bylaw IV. Finance Policies and Procedures

A. Undesignated Contributions. Contributions not designated are to be distributed to the divisions

and commissions on the basis of budget percentages.

B. Salaries. Salaries paid to central office employees shall be in line with local pay scales, the conference institutions, and cost of living indexes.

C. Investments and Property. Trust funds, reserve funds, and other money to be invested should be invested in bank, savings and loan organizations, or in United States Government securities, and should not be invested in speculative securities. The trust funds and other properties shall be managed by the Board of Trustees through the Business Manager of the conference.

ARTICLE VIII. AMENDMENTS

This Constitution may be amended by the General Board at any regular or special meeting by a two-thirds majority of the members, provided written notice of the proposed amendment has been published in the official conference papers, and sent to each member of the board at least one month prior to said meeting. Such amendment shall be ratified at the next session of the General Conference by a two-thirds majority before becoming effective, provided written notice of the amendment has been sent to the member congregations at least one month prior to said conference session.

These bylaws may be amended by the General Board at any regular or special meeting by a two-thirds majority of the members, provided written notice of the proposed amendment has been sent to each member of the General Board, members of the divisions, the program commissions, the seminary Board of Trustees, and presidents of regional conferences at least one month prior to said meeting and provided the proposed amendments have had prior review by the Council of Boards and Commissions.

ARTICLE IX. INTERIM AND CHANGEOVER PROVISIONS

The following interim and changeover provisions shall be in force and effect until the next triennial conference following the conference at which time this constitution is adopted, and until all of the original officers provided for

herein have served their respective terms of office and until it has been moved by the General Board that all functions of the conference have been taken over and are being performed under the above and foregoing constitutional provisions:

1. The persons elected as president, vice-president, and secretary of the conference at the 1968 Estes General Conference shall serve as the first such respective officers under the constitution.

2. Promptly after the adoption of the resolution approving the constitution, the members-at-large of the General Board (six in number) shall be elected, three to be elected for a term of six years, and three to be elected for a term of three years.

3. The original elected members of the Division of Administration (eight in number) shall be the same persons as the eight carry-over members of the Board of Business Administration, such original members to serve under the constitution for the same remaining term of years as the term of years remaining to which they were originally elected.

4. The one carry-over member of the Program Committee holding office at the time of the resolution adopting this constitution shall be and become one of the original members of the Program Committee, to serve under the committee for the same remaining term of years as the term of years remaining to which he was originally elected. Two additional members of the Program Committee shall be elected for a term of six years at the conference at which this constitution is adopted.

5. The original members of the Mennonite Biblical Seminary Board of Trustees, conformable to the Articles of Incorporation of such seminary, shall consist of the following:

a) The six carry-over members under the previous constitution shall become six of such nine original members, to serve under the constitution for the same remaining term of years as the term of years remaining to which they were originally elected.

b) Three additional members of such seminary board shall be elected at the conference at which this constitution is adopted, two to be elected for a term of six years and one to be elected for a term of three years.

6. The original members of the Commission on Education (thirteen in number) shall consist of the six acting carry-over members of the Board of Education and Publication and seven members to be elected by the conference at the present session. The General Board shall, after such election, appoint from such thirteen original members, seven to serve in lieu of the seven such members provided herein for election by the regional conferences, designating in each instance, the district conference each such member shall be deemed to represent.

Each such member shall serve only until a member is elected by such conference and accepts office hereunder. The General Board shall be empowered to fix the length of the original terms of each such member in order to effectuate the staggering of terms as herein provided.

7. The original members of the Commission on Home Ministries and the Commission on Overseas Mission (Missions and Service) shall consist of the fourteen acting carry-over members of the Board of Missions and the Board of Christian Service and six persons to be elected by the conference at the present session to each of the Commissions on Home Ministries and on Overseas Mission. Until the commissions are fully constituted, the six members elected to the Commission on Home Ministries shall serve on the Board of Christian Service and the six members elected to the Commission on Overseas Mission shall serve on the Board of Missions. The General Board shall from the fourteen carry-over persons, appoint seven to serve as original members of the Commission on Home Ministries and seven to serve as original members of the Commission on Overseas Mission (Missions and Service). The General Board shall further designate for each commission seven to serve in lieu of the seven such members provided herein for election by the regional conferences, designating in each instance the particular conference each member shall be deemed to be representing. Each such appointed member shall serve only until a member is elected by such conference and accepts office hereunder. The General Board shall be empowered to fix the length of the original terms of each such member in order to effectuate the staggering of terms as herein provided.

8. After each separate commission is originally constituted, as provided herein, it shall promptly meet and elect its representatives to the General Board.

9. Until the representatives to the General Board from the commissions are appointed by the commissions, as above provided, the General Board shall consist of the three elected officers and the six elected members; provided however, that all other proposals with respect to the amendment of the bylaws while the General Board is not constituted, shall be postponed until the representatives of the commissions are appointed by the commissions as herein provided.

10. The present staff members will continue to perform their respective staff responsibilities until the new divisions and commissions are fully constituted and operative. The General Board in early consultation with the present staff members and upon recommendation of the newly constituted program commissions will provide for an orderly arrangement of staff assignments in relation to the new commissions and divisions.

11. Until the various organs and bodies created in this constitution have been fully organized to perform their functions hereunder, the various officers, organs, and bodies existing under the previous constitution shall perform their respective functions to the end that an orderly transition can be made. The General Board shall determine the schedule of transition to the new constitution with the new constitution to be fully operative by the time of the 1971 triennial conference.

**CHARTER
OF
GENERAL CONFERENCE MENNONITE CHURCH**

ARTICLE FIRST

The name of this corporation is General Conference Mennonite Church.

ARTICLE SECOND

This corporation is organized not for profit.

ARTICLE THIRD

This corporation shall not have authority to issue capital stock.

ARTICLE FOURTH

The duration of this corporation's existence shall be one hundred (100) years.

ARTICLE FIFTH

The objects and purposes to be transacted, promoted, and carried on are to do any and all things hereinafter mentioned as fully and to the same extent as a natural person might or could do, viz:

A. The support of religious worship by the promotion and maintenance of home and foreign missions, religious schools, seminaries, and other church institutions, also the publishing of church and Sunday school literature.

B. To solicit, receive, and accumulate funds for the support and maintenance of the above-named institutions, and for other benevolent purposes, by accepting donations, contributions, legacies, devises, and bequests.

C. To disburse funds received for such purposes through committees or trustees duly elected or appointed by the General Conference Mennonite Church.

D. To finance, promote, and participate in programs designed to provide aid and care for orphans, neglected or underprivileged children, and persons of any age who are in need of assistance.

E. To purchase or otherwise acquire, take,

own, hold, lease, convey, mortgage, or otherwise lien, pledge, lease, sell, exchange, transfer or in any manner dispose of, and to invest, deal or trade in real or personal property of any and every kind and description, within or without the state of Kansas.

F. To enter into, make, and perform contracts of every kind for any lawful purposes, without limit as to amount, with any person, firm, association, or corporation, town, city, county, state, territory, or government.

G. To borrow money and to mortgage or encumber all or any part of the property of the corporation as security therefore, and to draw, make, accept, endorse, discount, execute, and issue promissory notes, bonds, drafts, bills of exchange, debentures, and other negotiable or transferable instruments.

H. To have one or more offices and to conduct any and all of its operations necessary to promote its objects and purposes, within or without the state of Kansas, without restriction as to place or amount.

I. To do any and all of the things herein set forth as principal, agent, contractor, trustee, or otherwise, alone or in company with others.

J. To exercise such other and further powers as may be necessary or incidental to the carrying on of the work of this corporation in the full enjoyment of its corporate rights.

K. The objects specified herein shall, except where expressly otherwise provided, be in no way limited or restricted by reference or inference to or from the terms of any other clause or paragraph of these Articles of Incorporation.

L. The foregoing shall be considered as objects, purposes, and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the state of Kansas.

ARTICLE SIXTH

The conditions of membership and the voting power of members shall be fixed by the bylaws, whether denominated constitution or bylaws or both.

The constitution or bylaws (constituting the

bylaws of this corporation) existing at the time of this amended charter, shall continue in full force and effect until amended, added to, changed, or altered in the manner as provided for therein.

ARTICLE SEVENTH

The governing body of this corporation having authority to conduct and manage the property and temporal affairs of this corporation shall consist of a board of directors, trustees or governors, such board and its members to have such title or titles as may be stated in the bylaws. The members of such governing body elected by the members of the corporation, which shall in no event be less than three in number, shall be the trustees in whom title to all property of the corporation shall vest in accordance with the Kansas Constitution. Such board shall not usurp or exercise the function of any officers in charge of the spiritual affairs of the corporation. The number of such board members shall be not less than three (3) and not more than thirty (30), as varied and determined from time to time by the bylaws. Such board shall be selected in such manner and for such terms as may be provided from time to time by such bylaws, and may be divided into one or more classes, the terms of office of which may be arranged in such manner as the bylaws may, from time to time, provide. The bylaws may provide for alternate members of such governing body who, in the absence of the members for whom they are alternates, shall exercise all of the powers of such members.

The Board of Trustees holding office at the time of the effective date of this amended articles of incorporation shall continue to hold office as the governing body until their successors are elected and qualified.

The governing body shall have the power to adopt, alter, and repeal ordinances, rules, and regulations as it may consider necessary or expedient for the wise ordering and conducting of the affairs and government of the corporation, not inconsistent with the bylaws, including the creation by resolution, from time to time, of an executive committee and other committees or a board of trustees to exercise the powers of the governing body in the management of the business, affairs, and property of the corporation to

the fullest extent provided in such resolution or resolutions. Any such committee or board shall have such name or names as may be stated in the bylaws or as may be determined from time to time by action of such governing board not inconsistent with the bylaws.

ARTICLE EIGHTH

The private property of the members, trustees, and officers of this corporation shall not to any extent be subject to the payment of corporate debts.

ARTICLE NINTH

The location of the corporation's registered office in the state of Kansas is 722 North Main Street, Newton, Kansas 67114.

ARTICLE TENTH

The name and address of the corporation's resident agent in the state of Kansas is William L. Friesen, 722 North Main Street, Newton, Kansas 67114.

ARTICLE ELEVENTH

In the event of the dissolution of this corporation, all of the property and assets thereof shall become the property of the members at the time of such dissolution, such property to be indivisible and to be held in trust by such members solely for the purposes of this corporation as herein set forth.

ARTICLE TWELFTH

The estimated value of the goods, chattels, lands, rights, and credits owned by this corporation is in excess of \$10,000.

BE IT FURTHER RESOLVED, that in the event that two-thirds of the whole number of the Board of Trustees (being the present governing body of The General Conference Mennonite Church) shall, after the passage of this resolution, assent in writing to such amendment, addition, change, and alteration (as hereinabove set forth), the proper officers of the corporation be

and they hereby are authorized and directed to cause a certificate thereof to be signed and acknowledged by the president and the secretary under the corporate seal of the corporation to be filed in the office of the Secretary of State of the state of Kansas and to cause a copy duly certified by the Secretary of State to be recorded in the office of the Register of Deeds of the county in which the original Articles of Incorporation are recorded.

